

medley farm
10/12

KING & SPALDING

191 PEACHTREE STREET
ATLANTA, GEORGIA
30303-1763

404/572-4600
TELEX: 54-2917 KINGSPALD ATL
TELECOPIER: 404/572-5100

1730 PENNSYLVANIA AVENUE, N.W.
WASHINGTON, DC 20006
TELEPHONE: 202/737-0500
TELECOPIER: 202/626-3737

October 9, 1991

745 FIFTH AVENUE
NEW YORK, NY 10151
TELEPHONE: 212/758-8700
TELECOPIER: 212/593-3673

**BY TELECOPY AND
FEDERAL EXPRESS**

Ms. Elaine Levine
Office of Regional Counsel
U.S. Environmental Protection
Agency - Region IV
345 Courtland Street
Atlanta, Georgia 30365

Re: Medley Farm Site Remedial Design/
Remedial Action Consent Decree

Dear Ms. Levine:

Please find enclosed executed Consent Decree signature pages for National Starch and Chemical Company, Milliken & Company, and Colonial Heights Packaging Inc. Also enclosed is a guaranty executed by Philip Morris Incorporated as to the obligations of Colonial Heights Packaging Inc. under the Consent Decree. I understand that ABCO Industries, Ltd., Evode-Tanner Industries, Inc., BASF Corporation, and Ethox Chemicals, Inc. are submitting their signature pages directly to you today as well.

Please contact me if you have any questions with regard to this matter.

Sincerely,

Mary Jane Norville
Mary Jane Norville

MJN/da

Enclosures

cc: Mr. Adam Kushner
Mr. Ralph Howard
Mr. Alex Samson
Ms. Nancy Peterson
Mr. William Gunn
Mr. Phillip L. Conner
Mr. John P. Britton

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THE UNDERSIGNED PARTY enters into this Consent Decree in the matter of United States v. ABCO Industries, Ltd. et al., relating to the Medley Farm Superfund Site.

NATIONAL STARCH AND CHEMICAL COMPANY
Type name of entity

Date: October 7, 1991

By: Alexander M. Samson, Jr.
Title: Counsel, Regulatory Affairs

~~XXXXXX~~ WITNESS:

By: Patricia M. Connors
~~XXXXXX~~

~~XXXXXX~~ ~~CORPORATE SEAL~~ ~~XXXXXX~~

Agent Authorized to Accept Service on Behalf of Above-signed Party:

Name: Alexander M. Samson, Jr.
Title: Counsel, Regulatory Affairs
Address: 10 FINDERNE AVENUE
BRIDGEWATER, NJ 08807

Note: A separate signature page must be signed by each corporation, individual or other legal entity that is settling with the United States.

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THE UNDERSIGNED PARTY enters into this Consent Decree in the matter of United States v. ABCO Industries, Ltd. et al., relating to the Medley Farm Superfund Site.

MILLIKEN & COMPANY

Type name of entity

Date: October 7, 1991

By:

Title: Vice President

Attest:

By:

Title: Vice President and
General Counsel
(CORPORATE SEAL)

Agent Authorized to Accept Service on Behalf of Above-signed Party:

Name:

CT CORPORATION SYSTEM

Title:

Address:

2 Peachtree Street, N.W.

Atlanta, GA 30383

Note: A separate signature page must be signed by each corporation, individual or other legal entity that is settling with the United States.

THE UNDERSIGNED PARTY enters into this Consent Decree in the matter of United States v. ABCO Industries, Ltd. et al., relating to the Medley Farm Superfund Site.

Colonial Heights Packaging Inc.
Type name of entity

Date: October 7, 1991

By:

Title: President

Attest:

By:

Title: Secretary

(CORPORATE SEAL)

Agent Authorized to Accept Service on Behalf of Above-signed Party:

Name: Nancy K. Peterson, Esq.

Title: _____

Address: Quarles & Brady
411 East Wisconsin Ave.
Milwaukee, WI 53202

Note: A separate signature page must be signed by each corporation, individual or other legal entity that is settling with the United States.

GUARANTY

This Guaranty ("Guaranty") dated as of October 17, 1991 is executed by Philip Morris Incorporated (the "Guarantor") in favor of the United States of America (the "United States").

W I T N E S S E T H :

WHEREAS, a subsidiary of the Guarantor, Colonial Heights Packaging Inc. ("Colonial Heights"), is a party to that certain consent decree between the United States and certain settling defendants, including Colonial Heights, in the matter of United States v. ABCO Industries, Ltd., et al., relating to the implementation of remedial design and remedial action work at the Medley Farm Superfund Site in Gaffney, South Carolina (the "Consent Decree"); and

WHEREAS, the United States has requested that the Guarantor provide, and Guarantor has agreed to provide, a guaranty of the obligations of Colonial Heights under the Consent Decree;

NOW THEREFORE, in consideration of the premises hereof, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Guarantor hereby agrees as follows:

1. The Guarantor hereby guarantees the obligations of Colonial Heights under the Consent Decree.
2. This Guaranty shall terminate upon performance by Colonial Heights of all of its obligations under the Consent Decree.
3. The Guaranty shall be governed by New York law.

IN WITNESS WHEREOF, the Guarantor has set its name as of the date first above written.

PHILIP MORRIS INCORPORATED

By: Diane M. McAdams
Its: Assistant Secretary